July 28, 2014

Rebecca Schwartz San Diego Audubon Society 4010 Morena Blvd, Suite 100 San Diego, CA 92117

RE: Satisfaction of Conditions Precedent

Grant Agreement #13-132

Dear Rebecca,

This letter confirms that the San Diego Audubon Society (SDAS) has satisfied the "conditions precedent to commencement of project and disbursement" listed in Coastal Conservancy Grant Agreement #13-132 for the Mission Bay Wetlands Conceptual Plan. I have received a copy of SDAS's board resolution to execute the grant agreement, the insurance certificate, and I have approved the work program (dated July 28, 2014). You may now begin work on the project. However, be advised that I must approve of any contractors you plan to hire under this agreement before they begin work.

Please let me know if you have any questions about this letter. And thank you for your work on this exciting project.

Sincerely,

Evyan Sloane Project Manager

Megan Cooper Regional Manager